1131983

## FORM D

#### **UNITED STATES**

# SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

FORM D

NOTICE OF SALE OF SECURITIES PURSUANT TO REGULATION D. **SECTION 4(6), AND/OR** FORM LIMITED OFFERING EXEMPTION

OMB API	PROVAL
OMB Number:	3235-0076
Expires:	May 31, 2005
Estimated average hours per respon	
SEC USI	E ONLY
Prefix	Serial
DATE RE	CEIVED

Name of Offering ( check if this is an amendment and name has changed, and indicate change.)  Warrant exercisable for Series A Convertible Preferred Stock	
Filing Under (Check box(es) that apply):  Rule 504 Rule 505 Rule 506  Type of Filing:  New Filing Amendment	Section 4(6) ULOE
A. BASIC IDENTIFICATION DATA	7001.001.001.0001.0001.0001.0001.0000.0000.0000.0000.0000.0000.0000.0000
<ol> <li>Enter the information requested about the issuer</li> <li>Name of Issuer ( check if this is an amendment and name has changed, and indicate change.)</li> <li>Luna Technologies, Inc.</li> </ol>	02059781
Address of Executive Offices (Number and Street, City, State, Zip Code) 2020 Kraft Drive, Suite 2000, Blacksburg, Virginia 24060	Telephone Number (Including Area Code) (540) 557-5730
Address of Principal Business Operations (Number and Street, City, State, Zip Code) (if different from Executive Offices)	Telephone Number (Including Area Code)
Brief Description of Business  Developing and commercializing emerging fiber optic sensing, fiber optic component and advance	d material technologies
Type of Business Organization	
orporation limited partnership, already formed	
business trust limited partnership, to be formed other	er (please specify): DDCCESET
Actual or Estimated Date of Incorporation or Organization:  Month Year  1 2 0 0	Actual Estimated OCT 9 2002
Jurisdiction of Incorporation or Organization: (Enter two-letter U.S. Postal Service Abbreviation for S CN for Canada; FN for other foreign jurisdiction)	State: THOMSON FINANCIAL

### **GENERAL INSTRUCTIONS**

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C.

When To File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

Where To File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549.

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix to the notice constitutes a part of this notice and must be completed.

### ATTENTION

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predicated on the filing of a federal notice.

> Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.



		Α	BASIC IDENT	IFICATION DATA				
<ul> <li>Each beneficial own</li> </ul>	e issuer, if the issuer having the power and director of	uer has been organize yer to vote or dispose corporate issuers and	, or direct the vot					securities of the issuer; nd
Check Box(es) that Apply:	Promoter	Benefic     Benefic	ial Owner 🛚 🗵	Executive Officer		Director		General and/or Managing Partner
Full Name (Last name first, if Juanarena, Douglas B.	individual)						<del></del> -	
Business or Residence Addres	•	•		14905				
c/o Luna Technologies, Inc.,								
Check Box(es) that Apply:		☐ Benefic	ial Owner 🛚 🖂	Executive Officer		Director	<u>Ц</u>	General and/or Managing Partner
Full Name (Last name first, if	`individual)							
Linkous, Garnett Business or Residence Address	os (Number and S	Street City State 7	in Codo)					
c/o Luna Innovations, Inc., 2				60				
Check Box(es) that Apply:			ial Owner	Executive Officer		Director		General and/or Managing Partner
Full Name (Last name first, if Murphy, Kent	individual)						_	3 3
Business or Residence Address	ss (Number and S	Street, City, State, Z	ip Code)					
c/o Luna Innovations, Inc., 2	851 Commerce	Street, Blacksburg	g, Virginia 240	60		· · · · · · · · · · · · · · · · · · ·		
Check Box(es) that Apply:	Promoter	Benefici	ial Owner 🔲	Executive Officer	⊠ I	Director		General and/or Managing Partner
Full Name (Last name first, if Markley, Jay								
Business or Residence Addres							_	
c/o Columbia Capital, 201 N						Discount out		C11/
Check Box(es) that Apply:	Promoter		al Owner	Executive Officer	<u>⊠</u> 1	Director	Ш —	General and/or Managing Partner
Full Name (Last name first, if White, Jeff					_		,,	
Business or Residence Addres c/o Columbia Capital, 201 N				314				
Check Box(es) that Apply:	Promoter		al Owner	Executive Officer	I	Director		General and/or Managing Partner
Full Name (Last name first, if Luna Innovations, Inc.	individual)					<u></u>		0.0
Business or Residence Addres	s (Number and S	treet, City, State, Zi	ip Code)					
2851 Commerce Street, S.E.,	Blacksburg, Vi	rginia 24060, ATT	N: Kent A. Mu	ırphy				
Check Box(es) that Apply:	Promoter	☐ Benefici	al Owner 🔲	Executive Officer	<u>⊠</u> 1	Director		General and/or Managing Partner
Full Name (Last name first, if Garel, John	individual)							
Business or Residence Addres	s (Number and S	treet, City, State, Zi	p Code)			****		
2101 Parks Avenue, Suite 40	-	-	<u> </u>		_			
Check Box(es) that Apply:	Promoter	⊠ Benefici	al Owner	Executive Officer		Director		General and/or Managing Partner
Full Name (Last name first, if	individual)							
Vengsarkar, Ashish M.	. Al		C- 1-)					
Business or Residence Addres 15 Manitou Way, Scotch Pla			p Codej					
Janiera Haj, Detreit Ha			and use addition	al copies of this sheet	t, as nece	essarv)		
	(0300	Jucot, or copy			., 1100			

Check Box(es) that Apply:	Promo	ter 🗵	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first,	f individual)					
Columbia Capital Equity F	artners III (Q	P.), L.P				
Business or Residence Addre	ess (Number an	d Street, Cit	y, State, Zip Code)			
201 N. Union Street, Suite	300, Alexandri	a, Virginia	22314, ATTN: Jay 1	Markley		
Check Box(es) that Apply:	Promo	ter 🛚	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first, i						
Columbia Luna Partners, I		1.6:	G		<del></del>	
Business or Residence Addre			•	N.C. 3.3		
201 N. Union Street, Suite 3						FT
Check Box(es) that Apply:	Promot	er 🖂	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first, i	f individual)					
Envest Ventures I, LLC						
Business or Residence Addre	ss (Number an	d Street, Cit	y, State, Zip Code)			
2101 Parks Avenue, Suite 4	01, Virginia B	each, Virgi	nia 23451, ATTN: D	David L. Kaufman		
Check Box(es) that Apply:	Promot	er 🛛	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first, i	f individual)					
Soundview Technology Pho	tonics Limited	Fund, LL	C			
Business or Residence Addre	ss (Number an	d Street, Cit	y, State, Zip Code)			
1700 E. Putnam Avenue, O	ld Greenwich,	Connecticu	it 06870, ATTN: Cu	ırt Snyder		
Check Box(es) that Apply:	Promot	er 🔲	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first, i	f individual)					
Business or Residence Addre	ss (Number and	d Street, Cit	y, State, Zip Code)			
Check Box(es) that Apply:	Promot	er 🔲	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first, i	f individual)					Managing Later
Business or Residence Addre	ss (Number and	l Street, City	y, State, Zip Code)		·	
Check Box(es) that Apply:	Promot	er 🔲	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first, i	f individual)				<u> </u>	
Business or Residence Addre	ss (Number and	l Street, City	y, State, Zip Code)			
Check Box(es) that Apply:	Promot	er 🗌	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first, i	findividual)					
Business or Residence Addre	ss (Number and	l Street, City	y, State, Zip Code)			

				В.	INTUR	MATION	ABOUT O	FFERING				
	he issuer sold,			Answer	also in Apper	ndix, Colum	n 2, if filing	under ULOE.			_	No ⊠
2. What	is the minimu	ım investmer	it that will be	accepted in	om any indiv	iduai?				***************************************	\$ Yes	N/A No
	the offering p	•	•	~							$\boxtimes$	
remur person than f	the information neration for so n or agent of a live (5) person only.	licitation of p broker or de	ourchasers in aler registere	connection v d with the SI	vith sales of s EC and/or wit	ecurities in th h a state or s	ne offering. I ates, list the	If a person to l name of the b	be listed is a roker or dea	n associated ler. If more		
	(Last name fir	st, if individ	ual)									
N/A	- D - : d A	11 01	1 10	. 67. 61.	7' (-1)							
Business or	Residence A	aaress (Num	ber and Stree	et, City, State	e, Zip Code)							
Name of As	ssociated Brol	ker or Dealer							****			
States in W	hich Person L	isted Has So	licited or Inte	ends to Solic	it Purchasers	·······		·····				
(Check "	All States" or	check indivi	iduals States)				.,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,				□ A	Il States
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	C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE	OF P	ROCEEDS		
1.	Enter the aggregate offering price of securities included in this offering and the total amount already sold. Enter "0" if answer is "none" or "zero." If the transaction is an exchange offering, check this box and indicate in the columns below the amounts of the securities offered for exchange and already exchanged.  Type of Security		Aggregate fering Price	Amo	ount Already Sold
	Debt		0	\$	0
	Equity		0	\$	0
	Common Preferred				
	Convertible Securities (including warrants)	\$	26,262.08 <sup>1</sup>	\$	26,262.08 <sup>1</sup>
	Partnership Interests			\$	0
	Other (Specify)			\$	0
	Total			\$	26,262.08 <sup>1</sup>
	Answer also in Appendix, Column 3, if filing under ULOE.				
2.	Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero."				
			Number Investors	Doll	aggregate lar Amount Purchase
	Accredited investors		11	\$	26,262.08
	Non-accredited Investors			\$	0
	Total (for filings under Rule 504 only)	·	0	\$	0
	Answer also in Appendix, Column 4, if filing under ULOE.				
3.	If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C - Question 1.		Thurs of	Dall	
	Type of Offering		Type of Security	Dott	lar Amount Sold
	Rule 505		•	\$	
	Regulation A				
	Rule 504				
	Total				
4.	a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.			<u> </u>	
	Transfer Agent's Fees			\$	0
	Printing and Engraving Costs			\$	0
	Legal Fees (estimated)		$\boxtimes$	\$	2,000.00
	Accounting Fees			\$	0
	Engineering Fees			\$	0
	Sales Commissions (specify finders' fees separately)			\$	0
	Other Expenses (identify)			\$	0
	Total		$\boxtimes$	\$	2,000.00

<sup>&</sup>lt;sup>1</sup>Consideration will be paid only upon exercise of warrant for Series A Convertible Preferred Stock of the Company.

Indicate below the amount of the adjusted gross proceeds to the issuer used or proposed to be used for each of the purposes shown. If the amount for any purpose is not known, furnish an estimate and check the box to the left of the estimate. The total of the payments listed must equal the adjusted gross proceeds to the issuer set forth in response to Part C - Question 4.b above.  Payments to Officers, Directors & Affiliates  Others  Salaries and fees	total expenses furnished in response to Part C - Question 4.a. This difference is the "adjusted gross proceeds to the issuer."    S_24_26		C. OFFERING	G PRICE, NUME	BER OF INVEST	ORS, EXPENSES AND	USE O	FPROCEEDS		
the purposes shown. If the amount for any purpose is not known, furnish an estimate and check the box to the left of the estimate. The total of the payments listed must equal the adjusted gross proceeds to the issuer set forth in response to Part C - Question 4.b above.    Payments to Officers, Directors & Affiliates Officers, Directors & Affiliates Others Salaries and fees	the purposes shown. If the amount for any purpose is not known, farnish an estimate and check the box to the left of the estimate. The total of the payments listed must equal the adjusted gross proceeds to the issuer set forth in response to Part C · Question 4.b above.    Payments to Officers, Directors & Affiliates		total expenses furnished in response to Part	C - Question 4.a.	This difference	is the "adjusted gross	i		\$	24,262.08
Salaries and fees	Salaries and fees	5.	the purposes shown. If the amount for any pleft of the estimate. The total of the payment	ourpose is not knownts listed must equ	wn, furnish an esti	mate and check the box to	the			
Purchase of real estate	Purchase of real estate						Office	rs, Directors &	_	
Purchase, rental or leasing and installation of machinery and equipment	Purchase, rental or leasing and installation of machinery and equipment		Salaries and fees				□ \$_	0	<b>S</b>	0
Construction or leasing of plant buildings and facilities	Construction or leasing of plant buildings and facilities \$ 0 \$ \$ \$  Acquisition of other businesses (including the value of securities involved in this offering that may be used in exchange for the assets or securities of another issuer pursuant to a merger) \$ 0 \$ \$ \$  Repayment of indebtedness \$ 0 \$ \$ 0 \$ \$  Working capital \$ 0 \$ \$ 0 \$ \$ \$ 24,26\$  Other (specify): \$ 0 \$ \$ 24,26\$  Other (specify): \$ 0 \$ \$ \$ \$ 24,26\$  Column Totals \$ 0 \$ \$ \$ \$ \$ 24,262.08\$  Total Payments Listed (column totals added) \$ \$ \$ 24,262.08\$  D. FEDERAL SIGNATURE  The issuer has duly caused this notice to be signed by the undersigned duly authorized person. If this notice is filed under Rule 505, the following signature constituent in dertaking by the issuer to furnish the U.S. Securities and Exchange Commission, upon written request of its staff, the information furnished by the issuer to an occredited investor pursuant to paragraph (b)(2) of Rule 502.  Susuer (Print or Type) Signature Date  Suma Technologies, Inc.  Title of Signer (Print or Type)  Title of Signer (Print or Type)  Title of Signer (Print or Type)		Purchase of real estate				□ \$_	0	□ <b>s</b>	0
Acquisition of other businesses (including the value of securities involved in this offering that may be used in exchange for the assets or securities of another issuer pursuant to a merger)	Acquisition of other businesses (including the value of securities involved in this offering that may be used in exchange for the assets or securities of another issuer pursuant to a merger)		Purchase, rental or leasing and installation	of machinery and	equipment		□ s_	0	□ s	0
used in exchange for the assets or securities of another issuer pursuant to a merger)	used in exchange for the assets or securities of another issuer pursuant to a merger)		Construction or leasing of plant buildings a	ınd facilities			□ s_	0	□ s	0
Working capital	Working capital SON S 24,266  Other (specify): SON S 24,266  Other (specify): SON S		Acquisition of other businesses (including used in exchange for the assets or securities	the value of secur	ities involved in t	his offering that may be rger)	☐ <b>\$</b> _	0	□ s	0
Other (specify):	Other (specify):		Repayment of indebtedness				□ s_	0	□ \$	0
Total Payments Listed (column totals added)	Column Totals		Working capital				□ s_	0	⊠ s_	24,262.08
Total Payments Listed (column totals added)	Total Payments Listed (column totals added)		Other (specify):				□ <b>\$</b> _	0	□ s	0
Total Payments Listed (column totals added)	Total Payments Listed (column totals added)		Column Totals				□s	0	□ <b>s</b>	0
D. FEDERAL SIGNATURE  The issuer has duly caused this notice to be signed by the undersigned duly authorized person. If this notice is filed under Rule 505, the following signature constitut ndertaking by the issuer to furnish the U.S. Securities and Exchange Commission, upon written request of its staff, the information furnished by the issuer to any corredited investor pursuant to paragraph (b)(2) of Rule 502.  Sequence (Print or Type)  Signature  Date  September 36, 2002	D. FEDERAL SIGNATURE  The issuer has duly caused this notice to be signed by the undersigned duly authorized person. If this notice is filed under Rule 505, the following signature constituent in the tracking by the issuer to furnish the U.S. Securities and Exchange Commission, upon written request of its staff, the information furnished by the issuer to an excredited investor pursuant to paragraph (b)(2) of Rule 502.  Session (Print or Type)  Signature  Date  September 30, 2002  Title of Signer (Print or Type)									
The issuer has duly caused this notice to be signed by the undersigned duly authorized person. If this notice is filed under Rule 505, the following signature constituted ndertaking by the issuer to furnish the U.S. Securities and Exchange Commission, upon written request of its staff, the information furnished by the issuer to any corredited investor pursuant to paragraph (b)(2) of Rule 502.  SSUER (Print or Type)  Signature  Date  September35, 2002	The issuer has duly caused this notice to be signed by the undersigned duly authorized person. If this notice is filed under Rule 505, the following signature constituent in dertaking by the issuer to furnish the U.S. Securities and Exchange Commission, upon written request of its staff, the information furnished by the issuer to an excredited investor pursuant to paragraph (b)(2) of Rule 502.  Sequence (Print or Type)  Signature  Date  September 30, 2002  Title of Signer (Print or Type)		Total Layments Disted (column totals	uddod)	***************************************			Δ Ψ <u></u>	4,202.00	-
ndertaking by the issuer to furnish the U.S. Securities and Exchange Commission, upon written request of its staff, the information furnished by the issuer to any ccredited investor pursuant to paragraph (b)(2) of Rule 502.  SSUER (Print or Type)  Una Technologies, Inc.  Date  September 30, 2002	ndertaking by the issuer to furnish the U.S. Securities and Exchange Commission, upon written request of its staff, the information furnished by the issuer to an excredited investor pursuant to paragraph (b)(2) of Rule 502.  Summation furnished by the issuer to an excredited investor pursuant to paragraph (b)(2) of Rule 502.  Summation furnished by the issuer to an excredit furnished by the issuer to an e			D.	FEDERAL :	SIGNATURE				
una Technologies, Inc. September3s, 2002	Name of Signer (Print or Type)  Title of Signer (Print or Type)  September 3 o , 2002	nde	ertaking by the issuer to furnish the U.S. Securi	ties and Exchange						
	Name of Signer (Print or Type)  Title of Signer (Print or Type)	ssu	er (Print or Type)	Signature		D	ate	<del></del>		<del></del> ,
vame of Signer (Frint or Type)				Title 660			ptember	30,2002		<del></del>
Ouglas R. Juanarena President	A Trestone			i	ier (Print or Typ	e)				
					ATTENT	ION				
ATTENTION	ATTENTION		Intentional Misstatoments	or Omissions of I			ne (5	10 11 0 0 1001	`	<del></del>
ATTENTION			Intentional Misstatements of	or Omissions of I	ract Constitute F	ederai Criminai Violatio	ns. (See	: 18. U.S.C. 1001	J	